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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Satchel Consulting, Inc.

DOCUMENT NUMBER: _____

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Clifford Kornfield Esq.
(Name of Contact Person)

Law Offices of Clifford Kornfield PA
(Firm/ Company)

11400 SW 68 CT
(Address)

Miami FL 33156
(City/ State/ and Zip Code)

For further information concerning this matter, please call:

Clifford Kornfield at (305) 666 7202
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

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Mailing Address
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address
Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

ARTICLES OF AMENDMENT
Articles^{to} OF INCORPORATION

CERTIFICATE OF AMENDMENT

1. Name: Satchel Consulting, INC.
2. Business Address: 9487 Harding Avenue Surfside Florida 33154
3. Article VIII is amended to remove Michael Brakha as director. The following directors are elected:

Clifford Kornfield
11400 SW 68 Court
Miami, Florida 33156

Patrick Douieb
c/o Law Offices of Clifford Kornfield
11400 SW 68 Court
Miami, Florida 33156

Francois Douieb
c/o Law Offices of Clifford Kornfield
11400 SW 68 Court
Miami, Florida 33156

4. Article IX is amended. The names and addresses of the shareholders are:

Michael Brakha 30 share
1010 Seminole Drive Suite 1209
Fort Lauderdale Fl. 33304

Patrick Douieb 40 shares
c/o Law Offices of Clifford Kornfield
11400 SW 68 Court
Miami, Florida 33156

Francois Douieb 30 shares
c/o Law Offices of Clifford Kornfield
11400 SW 68 Court
Miami, Florida 33156

5. Article XIII is amended as follows:

Clifford Kornfield Vice President
11400 SW 68 Court
Miami, Florida 33156

Patrick Douieb President
c/o Law Offices of Clifford Kornfield
11400 SW 68 Court
Miami, Florida 33156

Francois Douieb Secretary/Treasurer

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

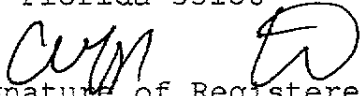
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c/o Law Offices of Clifford Kornfield
11400 SW 68 Court
Miami, Florida 33156

6. Registered Agent: Michael Brakha is removed as registered agent and Clifford Kornfield is appointed

7. Street Address of Registered Agent: 11400 SW 68 Court
Miami, Florida 33156

8. 
Signature of Registered Agent

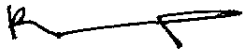
9. The effective date of this Amendment is June 27, 2005.

IN WITNESS WHEREOF, the undersigned has set his signature and seal as a subscriber, officer and director and has acknowledged and filed in the office of the Department of State of Florida this Certificate of Amendment to the Articles of Incorporation of SACHEL CONSULTING, INC., this 27th day of June, 2005. The amendment was adopted by the Board of Directors and Shareholders approval was not required.

Under penalties of perjury I declare that I have read the foregoing and know the content thereof and that the facts stated herein are true and correct.

Signed this day of

FURTHER AFFIANT SAYETH NOUGHT.



Patrick Douieb

STATE OF FLORIDA)

) ss:

COUNTY OF DADE)

BEFORE ME, the undersigned authorities, this day, personally appeared Patrick Douieb, who first being duly sworn, deposes and says that they have personal knowledge of the facts and matters set forth and alleged in it; and that each of these facts and matters are true and correct.

SWORN TO AND SUBSCRIBED before me this 27th day of June, 2005.

**MY COMMISSION EXPIRES:
NOTARY PUBLIC**

BY: 

Clifford Kornfield
Notary Public
State of Florida
My Commission Expires 06/30/2008